



To,

The Board of Directors  
Muthoot Microfin Limited  
13<sup>th</sup> Floor, Parinee Crescenzo  
Bandra Kurla Complex  
Bandra East, Mumbai 400051  
Maharashtra, India

**Sub: Proposed initial public offering of equity shares (the "Equity Shares") of Muthoot Microfin Limited (the "Company" and such offer, the "Offer")**

Dear Madam(s) and Sir(s),

We, Axis Bank Limited do hereby consent to act as the Public Issue Bank and Sponsor Bank and to our name and details mentioned herein being inserted as Public issue Bank and Sponsor Bank in the red herring prospectus (**RHP**) and the prospectus (**Prospectus**) which the Company intends to file, with the Registrar of Companies, Ahmedabad at Gujarat (**RoC**), Securities and Exchange Board of India (**SEBI**) and the stock exchanges where the Equity Shares are proposed to be listed (**Stock Exchanges**), as applicable and in any publicity material, press release, presentation or any other documents in relation to the Issue.

We hereby authorise you to deliver this consent letter to SEBI, the Stock Exchanges, the RoC and any other regulatory authorities as may be required. The following details with respect to us may be disclosed in the Offer Documents and any other documents in relation to the Offer.

**Name:** AXIS BANK LIMITED

**Address:** Axis Bank Limited I Axis House I Wadia International Center I P.B. Marg I Worli, Mumbai.

**Telephone Number:** 022 24253672

**Email:** vishal.lade@axisbank.com

**Website:** www.axisbank.com

**Contact Person:** Vishal Lade

**SEBI Registration Number:** INBI00000017

**CIN:** L65110GJ1993PLC020769

We enclose a copy of our registration certificate and declaration regarding our registration with SEBI in the required format (**Annexure A**). We also certify that our registration is valid as on date and that we have not been prohibited by SEBI, any other regulatory authority, court or tribunal from acting as an intermediary in capital market issues. We have also not been debarred from functioning by any regulatory authority.

We confirm that the information in this certificate is true, correct, accurate and adequate, and not misleading in any material respect. We agree to keep the information regarding the Offer strictly confidential.

We confirm that we will immediately communicate any changes to the above information in writing to the Company and the book running lead managers to the Offer ("**Book Running Lead Managers**")



until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the above information should be considered as updated information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer.

This consent letter may be relied upon by the Company, the Book Running Lead Managers and the legal advisors to each of the Company and the Book Running Lead Managers. We hereby consent to the submission and disclosure of this consent letter as may be necessary to the SEBI, the RoC, the Stock Exchanges and any other regulatory or judicial authorities and/or for any other litigation purposes and/or for the records to be maintained by the Book Running Lead Managers and in accordance with applicable law.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Offer Documents, as the case may be.

Yours faithfully,

For and on behalf of Axis Bank Limited

  
**JIMI JOSEPH**  
Operations Head  
Kochi Branch  
SS.No.: 14033



**Authorized signatory**

Name: Jimi Joseph

Date: 28-11-2023

Cc:

**ICICI Securities Limited**

ICICI Venture House

Appasaheb Marathe Marg

Prabhadevi, Mumbai 400025

Maharashtra, India

**Axis Capital Limited**

1<sup>st</sup> Floor, Axis House

C-2, Wadia International Centre

PB Marg, Worli,

Mumbai 400025

Maharashtra, India

**JM Financial Limited**

7<sup>th</sup> Floor, Cnergy

Appasaheb Marathe Marg

Prabhadevi, Mumbai 400 025

Maharashtra, India

**SBI Capital Markets Limited**

1501,15<sup>th</sup> Floor, Parinee Crescenzo

G Block, Bandra Kurla Complex, Bandra(East)

Mumbai-400051

Maharashtra, India

**Annexure A**

1. Registration Number:	INBI00000017
2. Date of registration / Renewal of registration:	16th November 2018
3. Date of expiry of registration:	Permanent Registration. / 15th November 2024
4. If applied for renewal, date of application:	NA
5. Any communication from SEBI prohibiting AXIS BANK LIMITED from acting as public issue and Sponsor Bank	NA
6. Any enquiry/investigation being conducted by SEBI:	NA
7. Period up to which registration/ renewal fees has been paid:	NA
8. Details of any penalty imposed	NA



निर्गमन बैंककार

प्ररुप ख  
FORM-B

BANKERS TO AN ISSUE

भारतीय प्रतिभूति और विनियम बोर्ड  
SECURITIES AND EXCHANGE BOARD OF INDIA

(निर्गमन बैंककार) विनियम, 1994

0004 10

(BANKERS TO AN ISSUE) REGULATIONS, 1994

(विनियम 7)

(Regulation 7)

Regulation 7A

रजिस्ट्रीकरण का प्रमाणपत्र  
CERTIFICATE OF REGISTRATION

PERMANENT REGISTRATION

- 9) बोर्ड. भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 के अधीन बनाये गये नियमों और विनियमों के साथ पठित उसकी धारा 12 की उप धारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए,
- 1) In exercise of the powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1992, read with the rules and regulations made thereunder, the Board hereby grants a certificate of registration to

AXIS BANK LIMITED  
3<sup>RD</sup> FLOOR, TRISHUL  
OPP. SAMRTHESWAR TEMPLE  
LAW GARDEN, ELLIS BRIDGE  
AHMEDABAD 380 006

को नियमों में, शर्तों के अधीन रहते हुए और विनियमों के अनुसार निर्गमन बैंककार के रूप में रजिस्ट्रीकरण का प्रमाणपत्र इसके द्वारा प्रदान करता है।  
as a banker to an issue subject to the conditions in the rules and in accordance with the regulations.

- 2) निर्गमन बैंककार के लिए रजिस्ट्रीकरण कोड है। INBI00000017
- 2) Registration Code for the Banker to an issue is

- 3) जब तक नवीकृत न किया जाए, रजिस्ट्रीकरण का प्रमाणपत्र तक विधिमन्य है।
- 3) Unless renewed, the certificate of registration is valid from

- 3) This Certificate of Registration shall be valid for permanent, unless suspended or cancelled by the Board.



आदेश से  
भारतीय प्रतिभूति और विनियम बोर्ड  
के लिए और उसकी ओर से  
By order  
For and on behalf of  
Securities and Exchange Board of India

RUCHI CHOJER

प्राधिकृत हस्ताक्षरकर्ता Authorised Signatory

स्थान Place : MUMBAI

तारीख Date : FEBRUARY 6, 2013

